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*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation
of Bernard L. Madoff Investment Securities LLC
and the estate of Bernard L. Madoff*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation
of Bernard L. Madoff Investment Securities LLC
and the Estate of Bernard L. Madoff,

Plaintiff,

v.

CITIBANK, N.A., CITIBANK NORTH
AMERICA, INC., AND CITIGROUP GLOBAL
MARKETS LIMITED,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

Adv. Pro. No. 10-05345 (SMB)

**DECLARATION OF SEANNA R. BROWN IN SUPPORT OF THE TRUSTEE'S
REPLY MEMORANDUM OF LAW IN FURTHER SUPPORT OF TRUSTEE'S
MOTION FOR LEAVE TO FILE AN AMENDED COMPLAINT**

I, Seanna R. Brown, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a member of the New York Bar and a partner at Baker & Hostetler LLP, counsel for plaintiff Irving H. Picard, as trustee (the "Trustee") for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.*, and the estate of Bernard L. Madoff.

2. As an attorney of record in these proceedings, I am fully familiar with the facts set forth herein based either upon my own personal knowledge or upon information conveyed to me.

3. I respectfully submit this declaration to provide relevant information in connection with the Trustee's Reply Memorandum of Law in Further Support of Trustee's Motion for Leave to File an Amended Complaint (the "Motion").

4. On November 21, 2018, the parties stipulated and agreed to a briefing schedule for the filing of the Trustee's Motion. The parties stipulated and agreed that the Trustee would file his Motion on or before December 14, 2018 and that defendants Citibank, N.A. and Citicorp North America, Inc. ("Defendants") would file their opposition on or before March 12, 2019. The parties further agreed that the Trustee would file a reply on or before May 7, 2019.

5. Attached hereto as **Exhibit A** are true and correct copies of publicly-available "BrokerCheck" reports from the Financial Industry Regulatory Authority ("FINRA").

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing
statements made by me are true and correct.

Dated: May 7, 2019
New York, New York

/s/ Seanna R. Brown
Seanna R. Brown